

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

PAN AMERICAN AIRWAYS CORP.,)
)
Plaintiff)
)
v.) Case No. 04-CV-10515JLT
)
ROBERT E. BARNES)
)
Defendant)
)

AFFIDAVIT OF STEVEN E. LEGERE

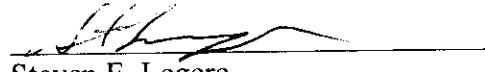
I, Steven E. Legere, being first duly sworn, do hereby state as follows:

1. My name is Steven E. Legere. I am employed as the Vice President of Maintenance for Pan American Airways Corp. ("Pan Am"). I have held this Position since March of 2004. I have been employed by Pan Am since 2000.
2. I am familiar with the circumstances which are the subject of the ongoing litigation in this matter.
3. During the period of time in which Pan Am took delivery of certain Boeing 727 aircraft and their engines, Mr. Robert Barnes was the Vice President of Maintenance, and in this capacity had responsibility for the oversight and management of the Maintenance Department, including but not limited to the task of inspecting the aircraft and engines upon arrival at Pan Am and ensuring the proper preservation of those aircraft and engines.

4. As part of his duties, Mr. Barnes also had the ultimate responsibility of insuring that the aircraft and engines were properly inspected, preserved and/or maintained.
5. The applicable manuals that govern inspection, maintenance and preservation of the aircraft and engines are specific and require that certain specific steps be taken to properly satisfy the inspection, maintenance and preservation requirements.
6. As Vice President of Maintenance, Mr. Barnes would be required to establish protocols to accomplish proper inspection, maintenance and preservation of the aircraft and engines, and would have responsibility for ensuring that those protocols were followed.
7. Pan Am's records contain no indication that the requirements of the applicable manuals governing inspection, maintenance and/or preservation of the aircraft and engines were followed, nor do they disclose any reasons why those requirements were not followed.
8. Most of the members of the Maintenance Department management team who worked closely with Mr. Barnes, and who might have some insight into why these requirements were not followed, including several of the individuals identified by Mr. Barnes as necessary parties in this matter, have since left Pan Am. Exhibit A hereto. No remaining personnel at Pan Am are in a position to know the reasons why the aircraft and engines were not properly inspected, maintained and/or preserved. It is for these reasons that Pan Am

cannot present in this or another affidavit facts essential to the support of Pan Am's Opposition to Mr. Barnes' Motions.

Executed under penalties of perjury this 28th day of October, 2004



Steven E. Legere

County of Middlesex
Commonwealth of Massachusetts

Then did personally appear, Steven E. Legere, known to me as the Vice President of Maintenance of Pan American Airways Corp., and being first duly sworn, did make and represent the foregoing Affidavit to be his free act and deed before me this 28th day of October, 2004.



Notary Public
My Commission Expires July 7, 2005

Peter Piel, Esq.

LAW OFFICE OF PETER PIEL

800 Turnpike Street
Suite 300
North Andover, MA 01845

Telephone 978-794-5513

October 25, 2004

Attorney John R. Nadolny
14 Aviation Avenue
Portsmouth, NH 03801

RE: Pan American Airways Corp. v. Robert E. Barnes - Case No. 04-CV-10515JLT

Dear Attorney Nadolny:

Per Judge Tauro's Discovery Order dated 9/17/2004 we are required to present you with a list of persons we wish to depose. While we are still working on the complete list, I have included a list of persons we want to depose, along with a copy of a letter delivered to the court, reminding the court of pending motions.

Sincerely,

Peter Piel
Peter Piel
Counsel for Defendant

enclosures 2

EXHIBIT A

Peter Piel, Esq.

LAW OFFICE OF PETER PIEL

800 Turnpike Street
Suite 300
North Andover, MA 01845

Telephone 978-794-5513

October 25, 2004

Attorney John R. Nadolny
14 Aviation Avenue
Portsmouth, NH 03801

Re : Pan American Airways Corp. v. Robert E. Barnes - Case No. 04-CV-10515JLT

Dear Attorney Nadolny:

Following is a list of persons the Defendant wishes to depose.

Pan American Airways

1.) Directors, Officers, Employees of Pan American Airways and other persons as identified by Pan American Airways who can testify on behalf of the company as to the following matters:

- The organizational structure of the company
- The reporting relationship of employees in the aircraft maintenance areas
- Financial situation of the company
- The job descriptions and obligations of persons with the following job titles:

President

Vice President of Maintenance

Vice President of Operations

Director of Maintenance

Chief Inspector

Chief Mechanic and Mechanic

- Actual Maintenance performed on aircraft and engines

- Maintenance required under FAR regulations, and under PanAm standards and according to Pan Am's manuals

- Maintenance required under manufacturers standards and manuals

- Contractual relationship to vendors and other third parties obligated to perform maintenance or inspections for PanAm or Boston Maine.

2.) Specific persons who are Directors, Owners, Officers, or Employees of Pan American Airways:

David Fink	president and CEO of Pan American Airways
Timothy Mellon	owner of Pan American Airways, Boston Maine Airways and Guilford Transportation
Steve Legere	VP of Maintenance
Dave Mailhot	VP of Maintenance
Stanley Joyner	
David Forney	Director of Maintenance
Steward Beck	Chief Inspector - BMA
Eduard Stalzer	Chief Inspector - BMA and PanAm
David Gehner	Chief Inspector
John Driscoll	Chief Inspector - PanAm
Barry Bermingham	VP of Operations - PanAm
David Berry	Engine Manager
Leslie Loomis	Internal Evaluation Manual (IEP) Manager

Federal Aviation Administration

Anthony Liguori	Manager
Bill Gianetta	Operations
Dave Burrell	Airworthiness
Ken Goodsell	Regional Division Manager (in 2001)
Paul W. Hubbard	FSDO Inspector - Principal Maintenance Inspector for PanAm
Edward F. Angelo	FSDO Inspector - Principal Maintenance Inspector for BMAC
David Knowles	
George Richey	of CSET
David Marsh	Principal Avionics Inspector

The defendant reserves the right to expand this list as more information and additional names become available during discovery.

Very Truly Yours,

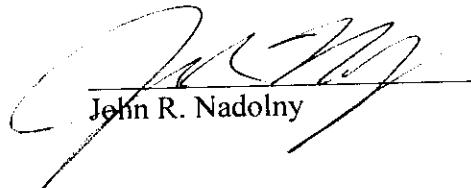


Peter Piel

CERTIFICATE OF SERVICE

I, John R. Nadolny, hereby certify that copies of the foregoing Consolidated Reply, Motion Pursuant to F.R.C.P. 56(f), Memorandum in Support of Motion Pursuant to F.R.C.P. 56(f) and Affidavit of Steven E. Legere, were served upon the parties by Federal Express Overnight delivery to the following on October 28, 2004.

Peter Piel, Esq.
800 Turnpike Street
Suite 300
North Andover, MA 01845



John R. Nadolny